

04/25/2002	Prepare memorandum to the Committee re National Union matter (3.9); office conference LK re National Union, Milberg Weiss, ZAI litigation, other (.5).	Krieger, A.	4.4
04/26/2002	Review, revise memorandum and review case law re National Union settlement (4.3); resignation by ABN Amro and office conference LK re same (.1).	Krieger, A.	4.4
04/29/2002	Revise National Union memorandum to reflect latest discussions on this matter and office conference LK re same and office conference MS re same (.5); correspondence from and memo to R. Douglas re Participant Confidentiality Agreement (.2); office conference LK re proposed correspondence to Judge Wolin and memo to Tom Maher re same (.3); memo to the Committee re stipulation with National Union (.3); finalize correspondence to Judge Wolin (.3); telephone call Bill Katchen re National Union matter and consideration by the court thereof (.3); memo to LK, KP, MS re substance of conversation with Bill Katchen and office conference LK re same (.3).	Krieger, A.	1.9

**Summary of Hours**

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	62.5	\$ 475	\$ 29,687.50
Kruger, Lewis	6.3	695	4,378.50
Sasson, Moshe	4.5	395	1,777.50
Wintner, Mark	5.0	595	2,975.00

Total For Professional Services Rendered	\$ 38,818.50
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<b>Total for this Matter</b>	<b>\$ 38,818.50</b>
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RE: Fee Applications of Self  
699843. 0018

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
04/17/2002	Review March 2002 time detail for SSL fee statement and memos to and from RS re same.	Krieger, A.	0.7
04/18/2002	Email with A. Krieger for status of review of time for fee application.	Cotto, L.	0.1
04/18/2002	Review of Grace bill for March discussing with accounting re same (1.1).	Serrette, R.	1.1
04/25/2002	review administrative fee order; prepare monthly fee applications for delivery; draft letter to Smith re: same. federal express same.	Cotto, L.	4.0
04/26/2002	prepare quarterly fee application and federal express same to Smith; draft letter.	Cotto, L.	2.0
04/29/2002	Attended to SSL time records for March 2002 and office conference RS re same (2.3).	Krieger, A.	2.3

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Cotto, Lisa	6.1	\$ 170	\$ 1,037.00
Krieger, Arlene	3.0	475	1,425.00
Serrette, Rosemarie	1.1	170	187.00

Total For Professional Services Rendered \$ 2,649.00

Total for this Matter \$ 2,649.00

RE: Fee Applications of Others  
699843. 0020

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
04/01/2002	Review Reed Smith fee application (.3).	Krieger, A.	0.3
04/23/2002	Conference with L. Cotto re Chambers reimbursement for January and February 2002 (.2).	Serrette, R.	0.2
04/26/2002	Conference with L. Hamilton (P&M) re amended administrative order and procedures outlined (.3).	Serrette, R.	0.3

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	0.3	\$ 475	\$ 142.50
Serrette, Rosemarie	0.5	170	85.00

Total For Professional Services Rendered \$ 227.50

**Total for this Matter** \$ 227.50

RE: Employee Matters  
699843. 0021

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
04/02/2002	Memos from and to M. Wintner re KERP proposal from the Company.	Krieger, A.	0.5
04/04/2002	Telephone call Jay Sakalo re Debtors' proposed modification of the KERP program (.2).	Krieger, A.	0.2
04/05/2002	Memos to and from J. Sakalo re retention program proposals (.1); office conference LK re above (.1); memo to MW re company employee programs (.1).	Krieger, A.	0.3
04/09/2002	Review proposal re: retention and severance plans.	Keppler, A.	1.0
04/09/2002	Telephone call S. Cunningham re Debtors' proposed revised KERP, LTIP programs (.3); extended conference call S. Cunningham re Debtors' proposed revised KERP, LTIP and Severance programs (1.1) and subsequent office conference with MW, A. Keppler re same and case status (.4).	Krieger, A.	1.8
04/09/2002	Review FTI analysis of Debtor's compensation proposal (0.5); telephone conference with Sean Cunningham (FTI) and A. Krieger and A. Keppler to review proposal and analysis (1.1); follow-up with Krieger and Keppler (0.4).	Wintner, M.	2.0
04/12/2002	Review Company and P&M presentations and re severance and LTIP.	Keppler, A.	1.0
04/15/2002	Review materials re severance and LTIP.	Keppler, A.	1.0
04/15/2002	Review Debtor's proposal to modify LTIP, Retention Plan and severance Plan and FTI analysis thereof (1.0).	Wintner, M.	1.0
04/24/2002	Office conference MW re status of backup information for employee programs (.1); telephone call Sean Cunningham re employee programs, other (.5).	Krieger, A.	0.6

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Keppler, Abbey	3.0	\$ 450	\$ 1,350.00
Krieger, Arlene	3.4	475	1,615.00

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Wintner, Mark	3.0	595	1,785.00
Total For Professional Services Rendered			\$ 4,750.00
Total for this Matter			<hr/> \$ 4,750.00

RE: Environmental Matters/Regulations/Litigation  
699843. 0022

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
04/02/2002	Review Chambers Inc. Environmental Memo; e-mails to Kruger.	Berg, M.	0.7
04/02/2002	Memo from and to M. Berg re Chambers analysis on asbestos-related environmental liabilities.	Krieger, A.	0.2
04/03/2002	Memo from and to KP, and then with M. Berg re EPA action in Libby (.2).	Krieger, A.	0.2

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Berg, Madelaine	0.7	\$ 415	\$ 290.50
Krieger, Arlene	0.4	475	190.00

Total For Professional Services Rendered \$ 480.50

Total for this Matter \$ 480.50

RE: Expenses  
699843.0024

Total For Professional Services Rendered \$ 0.00

Total for this Matter \$ 0.00

RE: **Litigation/Fraudulent Conveyance**  
**699843. 0034**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
04/01/2002	Memos from and to M. Bowen re data from Automated Legal Solution and telephone call L. Robinson re system information and contact (.5); memos from and to LK, KP re debtors participation and the Committee's participation in the litigation (.7).	Krieger, A.	1.2
04/01/2002	Office conference with A. Krieger and K. Pasquale regarding issues in fraudulent transfer matter and possible retention of Milberg Weiss (.4).	Kruger, L.	0.4
04/01/2002	Telephone conference M. Browdy re company's position in case (.2)	Pasquale, K.	0.2
04/02/2002	Review sample IPRO and Concordance data (.5); create Concordance database and load test data (0.6); tel. conf. with L. Robinson (ALS) re deficiencies in data format and delivery schedule for future data shipments (0.3).	Bowen, M.	1.4
04/03/2002	Create IPRO imagebase, import image index file and copy images to IPRO server (0.8); edit design of Concordance database and import coding for first CD (0.6).	Bowen, M.	1.4
04/03/2002	Attended to Judge Wolin order consolidating adversaries (.1).	Krieger, A.	0.1
04/04/2002	Review Grace motion and related pleadings to intervene in the fraudulent conveyance adversaries (.8).	Krieger, A.	0.8
04/05/2002	Update Concordance database to incorporate security and edit design.	Bowen, M.	0.4
04/05/2002	Memos from and to KP re Grace's intervention motion and review of complaints and answers.	Krieger, A.	0.3
04/05/2002	Review, print and distribute documents received via e-mail by Vaughn Dfreitas and add to file.	Mariano, C.	3.3
04/05/2002	Conference call with KCI, A. Krieger re recovery issues	Pasquale, K.	0.4
04/08/2002	Review prior correspondence, e-mails, filings.	Sasson, M.	1.5



04/09/2002	Load new document images to IPRO server.	Bowen, M.	0.2
04/09/2002	Review, print and distribute several e-mails from Vaughan Defreitas.	Mariano, C.	1.1
04/09/2002	O/c C. Mariano re: pleadings in fraudulent transfer actions(1.0); review same.(.5)	Sasson, M.	1.5
04/10/2002	Review and reply to e-mail from L. Robinson re corrections to coding data.	Bowen, M.	0.2
04/10/2002	Attended to correspondence from Milberg Weiss and office conference LK and KP re same (.3); telephone call Brad Friedman re proposed retention of Milberg Weiss and removal of McKool Smith (.2); telephone call LK re same (.1); memo from KP re Chambers review of documentation (.1)	Krieger, A.	0.7
04/10/2002	Office conference with A. Krieger regarding Milberg Weiss' letter regarding meeting with Judge Wolin regarding fraudulent transfer.	Kruger, L.	0.3
04/10/2002	Draft summary of pleading (2.9); t/c A. Krieger re: same.(.6)	Sasson, M.	3.5
04/11/2002	Tel. conf. with J. Porter (ALS) re corrections to existing data and schedule for future deliveries (0.2); correct image index files for existing CD-ROM's and re-load (0.3).	Bowen, M.	0.5
04/11/2002	Memo to KP re substance of conversation with Brad Friedman (.1); telephone conference LK re proposed substitution of McKool Smith as counsel (.2); memo to J. Sakalo re substitution of counsel (.1); office conference KP re substance of conversation with PD Committee counsel (.2); correspondence from Brad Friedman re agenda for April 15, 2002 status conference before Judge Wolin (.2).	Krieger, A.	0.8
04/11/2002	T/c A. Krieger re: summary of pleadings(.9) revise same(3); review agenda(.5)	Sasson, M.	1.7
04/12/2002	Office conference M. Sassower re case management schedule for ZAI litigation, and Milberg Weiss correspondence re fraudulent conveyance litigation (.5); telephone conference LK re above (.1); review objections by PD Committee and by PI Committee to Grace intervention motion (1.0).	Krieger, A.	1.6
04/12/2002	Review memo to committee, agenda, Berrick letter re: ZAI test cases(2.5); motions to intervene(1.0) objections thereto(.5)	Sasson, M.	4.0

04/15/2002	Review new CD received from ALS, copy images to IPRO server and update imagebase (0.9); review new coding data and import to Concordance database (0.6).	Bowen, M.	1.5
04/15/2002	Office conference LK re conference before Judge Wolin re new counsel and conduct of litigation	Krieger, A.	0.1
04/15/2002	Attend conference before Judge Wolin regarding fraudulent transfer litigation to be led by Milberg Weiss.	Kruger, L.	1.3
04/17/2002	Extended office conference MS re discovery, intervention, other issues (.6); memos to and from MS re discovery request by local counsel (.2).	Krieger, A.	0.8
04/17/2002	Review production for solvency opinions, e-mail B. Katchen re: same (2.5); o/c A. Krieger re: status (.7); t/c M. Bowen re: document production.	Sasson, M.	3.2
04/18/2002	Attended to correspondence from Milberg Weiss (.2); office conference LK re above and inquiry regarding hourly rates and office conferences RS and M. Sasson re same (.5).	Krieger, A.	0.7
04/18/2002	T/c Scott McMillan re: Debtors' Motion to Intervene; draft letter in support; t/c A. Krieger re: same, review e-mails, filings, etc.	Sasson, M.	1.5
04/19/2002	Memo from MS re Grace's intervention motion and Committee's position thereon (.2).	Krieger, A.	0.2
04/19/2002	Draft letter to Wolin; o/c A. Krieger re: same, litigation (.5).	Sasson, M.	0.5
04/22/2002	Conf. with M. Sasson re use of IPRO and Concordance to search for documents (1.8); inspect IPRO imagebase for discrepancies (0.2).	Bowen, M.	2.0
04/22/2002	O/c M. Bowen, review Grace documents produced in fraudulent transfer litigation.	Sasson, M.	4.0
04/23/2002	Continued review of Grace documents in F.T. actions.	Sasson, M.	6.0
04/24/2002	Office conference MS re intervention discussions (.1)	Krieger, A.	0.1
04/24/2002	Review 9 boxes to send to Mr. Chipman to determine which documents need to be copied. Meet with Skyline Duplication re: copying boxes.	Mariano, C.	3.5
04/24/2002	T/c A. Krieger re: B. Katchen, solvency opinions (.3); t/c, e-mail B. Chipman re: documents (.5); IPRO review of Grace documents for asbestos liability,	Sasson, M.	8.3

	insurance and Steward economics (5.5); o/c C. Mariano re: documents to B. Chipman, fedex same (.5); o/c K. Pasquale, A. Krieger re: status (1.5).		
04/25/2002	Review and import new coding data to Concordance database (0.4); copy images to IPRO server and update imagebase (.2).	Bowen, M.	0.6
04/25/2002	Prepare correspondence to Judge Wolin re Milberg Weiss budget (1.6).	Krieger, A.	1.6
04/25/2002	Office conferences RS re Milberg Weiss budget (.4); office conference B. Katchen re solvency analysis (.5).	Krieger, A.	0.9
04/25/2002	Office conference with A. Krieger and W. Katchen regarding strategy, Judge Wolin's approach to fraudulent transfer and settlement issue (.3).	Kruger, L.	0.3
04/25/2002	Review 9 boxes being forward to B. Chipman (3.5). Draft cover letter to Mr. Chipman (.3). Review docket received from Vaughn Defreitas (.5). Print all attachments from e-mails received by Mr. Defreitas (.7).	Mariano, C.	5.0
04/25/2002	Continued review of Grace documents; create index of important documents (4.0); o/c C. Mariano, send documents to B. Chipman; e-mail same (.70).	Sasson, M.	4.7
04/26/2002	Review and revise proposed correspondence to Judge Wolin re Milberg Weiss letter (.6).	Krieger, A.	0.6
04/29/2002	Review and load new coding data to Concordance database (0.4), copy images to IPRO server and update imagebase (0.5).	Bowen, M.	0.9
04/29/2002	Finalize correspondence to Judge Wolin (.3).	Krieger, A.	0.3
04/29/2002	Revise letter to Wolin, serve/file same (1.5); review library research, memo to KP, AK re: same (1.2); review Prudential cases re: Weiss fees (1.2).	Sasson, M.	3.9
04/30/2002	Attended to correspondence to Judge Wolin re Debtors' intervention motion and correspondence to parties and office conference MS re same (.5).	Krieger, A.	0.5
04/30/2002	Review documents and prepare binders for Moshe Sasson and Arlene Krieger with documents relating to potential asbestos litigation.	Mariano, C.	3.0
04/30/2002	T/c S. McMillan, M. Browdy, A. Krieger, P. Bentley re: fraudulent conveyance actions, intervention (1.5); review document production for additional insurance documents (2.0).	Sasson, M.	3.5

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Bowen, Mark	9.1	\$ 175	\$ 1,592.50
Krieger, Arlene	11.3	475	5,367.50
Kruger, Lewis	2.3	695	1,598.50
Mariano, Christine	15.9	155	2,464.50
Pasquale, Kenneth	0.6	495	297.00
Sasson, Moshe	47.8	395	18,881.00

Total For Professional Services Rendered \$ 30,201.00

Total for this Matter \$ 30,201.00

RE: Non-Working Travel Time  
699843. 0035

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
04/22/2002	Return to New York from Pittsburgh court hearing.	Krieger, A.	2.8

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	2.8	\$ 475	\$ 1,330.00
Total For Professional Services Rendered			\$ 1,330.00

Total for this Matter	\$ 1,330.00
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RE: Preparation for and Attendance at Hearings  
699843. 0037

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
04/18/2002	Review agenda for April 22, 2002 hearings and office conference V. DeFreitas re pleadings to be obtained (.3); office conference LK re 4/22/02 hearings (.2).	Krieger, A.	0.5
04/19/2002	Memos to and from Jan Baer re National Union, ZAI litigation matters, bar date order (.3); memo to and from D. Carickhoff re hearing on Kellogg motion(.1); memos to and from Jay Kapp re National Union and Telephone call Jay Kapp re same (.5); telephone call Andrew Running re Sobol correspondence on the ZAI litigation (.1); attended to Sobol correspondence and to and from A. Running re same (.2); review transcript from 3/18/02 hearing re ZAI discussion (2.6); office conference MS re National Union pleading and ZAI counsel response (1.0); memo to and from A. Running re ZAI response to Barnick letter (.1).	Krieger, A.	4.9
04/21/2002	Office conferences LK re agenda, National Union, ZAI, other (.4); prepared for hearing (3.5).	Krieger, A.	3.9
04/22/2002	To Pittsburgh to represent the Committee at court hearing before Judge Fitzgerald and attendance at court hearing (5.8).	Krieger, A.	5.8

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	15.1	\$ 475	\$ 7,172.50

Total For Professional Services Rendered	\$ 7,172.50
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Total for this Matter	\$ 7,172.50
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RE: Retention of Professionals  
699843. 0040

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
04/24/2002	Telephone call Jay Kapp re amended application to retain PWC (.1).	Krieger, A.	0.1

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	0.1	\$ 475	\$ 47.50
Total For Professional Services Rendered			\$ 47.50

Total for this Matter	\$ 47.50
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RE: Stay Litigation (Section 362)  
699843.0041

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
04/19/2002	Attended to stipulation modifying prior Honeywell stipulation; memo to D. Carickh off re same (.4).	Krieger, A.	0.4

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	0.4	\$ 475	\$ 190.00

Total For Professional Services Rendered	\$ 190.00
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Total for this Matter	\$ 190.00
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RE: Tax/General  
699843.0047

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
04/01/2002	Research re:net operating loss carrybacks under alternative minimum tax structure (0.9).	Brandes, R.	0.9

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Brandes, Ronnie H.	0.9	\$ 185	\$ 166.50

Total For Professional Services Rendered \$ 166.50

Total for this Matter \$ 166.50

Total For Professional Services Rendered	97,916.50
<b>Total Bill</b>	<b>\$ 97,916.50</b>

STROOCK & STROOCK & LAVAN LLP  
180 Maiden Lane  
New York, NY 10038

**DISBURSEMENT REGISTER**

May 28, 2002  
Invoice: 261851

W R Grace & Co  
7500 Grace Drive  
Columbia, MD 21044-4098

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**EXPENSES INCURRED** during the period through April 30, 2002, including:

<u>Date</u>	<u>Description</u>	<u>Amount</u>
<b>Outside Messenger Service</b>		
04/03/2002	Federal Express T#829433678604 R SERRETTE to: SHELLEY A HOLLINGHEAD WILMINGTON,D	8.87
04/24/2002	Federal Express T#829407416246 SASSON to: BO CHIPMAN WASHINGTON,DC	9.81
04/25/2002	NYC Two Ways Inc.Packages KRUGER 04/12/02 17:35 M from 180 MAIDEN LA to 257 W 86	29.70
04/25/2002	Federal Express T#829406988297 M SASSON to: BO CHIPMAN WASHINGTON,DC	19.12
04/25/2002	Federal Express T#829406988301 M SASSON to: BO CHIPMAN WASHINGTON,DC	29.68
04/25/2002	Federal Express T#829407421337 COTTO. to: WARREN H SMITH DALLAS,TX	30.45
04/25/2002	Federal Express T#831137276240 M SASSON to: BO CHIPMAN WASHINGTON,DC	27.56
04/25/2002	Federal Express T#831137276251 M SASSON to: BO CHIPMAN WASHINGTON,DC	19.12
04/25/2002	Federal Express T#831137276262 M SASSON to: BO CHIPMAN WASHINGTON,DC	27.56
04/25/2002	Federal Express T#831137276273 M SASSON to: BO CHIPMAN WASHINGTON,DC	31.80
04/25/2002	Federal Express T#831137276284 M SASSON to: BO CHIPMAN WASHINGTON,DC	24.38

04/25/2002	Federal Express T#831137276295 M SASSON to: BO CHIPMAN WASHINGTON,DC	28.62
04/25/2002	Federal Express T#831137276300 M SASSON to: BO CHIPMAN WASHINGTON,DC	29.68
04/25/2002	Federal Express T#831137276321 M SASSON to: BO CHIPMAN WASHINGTON,DC	12.69
04/26/2002	Federal Express T#824338812382 COTTO to: WARREN H SMITH DALLAS,TX	28.08
<b>Outside Messenger Service Total</b>		<b>357.12</b>
<b>Overtime</b>		
02/26/2002	Cr card calls12/01	-4.91
<b>Overtime Total</b>		<b>-4.91</b>
<b>Local Transportation</b>		
04/08/2002	NYC Two Ways Inc. KRIEGER 03/26/02 20:00 M from 180 MAIDEN LA to E 86 ST M	24.60
04/11/2002	NYC Two Ways Inc. KRIEGER 03/18/02 9:04 M from 10 EAST END A to 343 7 AVE M	22.64
04/11/2002	VENDOR: Petty Cash; INVOICE#: 04/11/02; DATE: 4/11/02 - 04/09/02 NY PETTY CASH M.SASSON	8.00
04/17/2002	VENDOR: Petty Cash; INVOICE#: 04/17/02; DATE: 4/17/02 - 04/14/02 NY PETTY CASH A.KRIEGER	14.00
04/25/2002	NYC Two Ways Inc. KRUGER 04/15/02 8:52 M from 257 W 86 ST M to E 48 ST M	27.36
<b>Local Transportation Total</b>		<b>96.60</b>
<b>Long Distance Telephone</b>		
04/01/2002	EXTN.5544, TEL.954-481-9423, S.T.09:43, DUR.01:18	0.65
04/01/2002	EXTN.5544, TEL.201-556-4040, S.T.14:49, DUR.07:36	2.59
04/01/2002	EXTN.5562, TEL.312-861-2460, S.T.13:24, DUR.05:12	1.94
04/03/2002	EXTN.5562, TEL.202-429-2992, S.T.10:24, DUR.00:24	0.32
04/03/2002	EXTN.6689, TEL.201-556-4021, S.T.09:41, DUR.00:24	0.32
04/03/2002	EXTN.6689, TEL.201-556-4021, S.T.10:12, DUR.01:30	0.65
04/05/2002	EXTN.3544, TEL.201-556-4040, S.T.15:03, DUR.01:42	0.65
04/05/2002	EXTN.3544, TEL.201-556-4040, S.T.15:54, DUR.01:06	0.65
04/05/2002	EXTN.3544, TEL.267-321-6682, S.T.17:54, DUR.01:54	0.65

04/05/2002	EXTN.5544, TEL.201-556-4040, S.T.12:09, DUR.01:06	0.65
04/05/2002	EXTN.5544, TEL.201-556-4040, S.T.12:46, DUR.01:30	0.65
04/08/2002	EXTN.5562, TEL.305-358-9900, S.T.12:27, DUR.01:48	0.65
04/08/2002	EXTN.5562, TEL.305-358-9900, S.T.17:16, DUR.02:18	0.97
04/08/2002	EXTN.5562, TEL.305-358-5191, S.T.18:12, DUR.08:42	2.92
04/09/2002	VENDOR: Lewis Kruger; INVOICE#: 04/03/02; DATE: 4/9/02 - 02/08 - 03/08 PHONE CHARGES	0.30
04/09/2002	EXTN.5492, TEL.201-384-1279, S.T.11:00, DUR.05:36	1.94
04/09/2002	EXTN.5492, TEL.201-384-1279, S.T.11:45, DUR.00:06	0.32
04/09/2002	EXTN.5492, TEL.954-583-0773, S.T.20:54, DUR.02:18	0.74
04/09/2002	EXTN.5492, TEL.954-583-0773, S.T.21:24, DUR.40:18	10.13
04/09/2002	EXTN.6406, TEL.201-556-4040, S.T.14:11, DUR.55:06	18.14
04/10/2002	EXTN.5544, TEL.312-861-2162, S.T.10:00, DUR.02:54	0.97
04/10/2002	EXTN.5544, TEL.201-556-4040, S.T.16:01, DUR.01:24	0.65
04/10/2002	EXTN.5544, TEL.312-861-2000, S.T.17:24, DUR.02:06	0.97
04/11/2002	EXTN.5562, TEL.202-862-5081, S.T.12:20, DUR.01:00	0.32
04/12/2002	EXTN.3544, TEL.312-861-3268, S.T.15:02, DUR.02:54	0.97
04/12/2002	EXTN.3544, TEL.312-861-3268, S.T.15:32, DUR.05:00	1.62
04/12/2002	EXTN.5492, TEL.201-384-1279, S.T.13:47, DUR.02:06	0.97
04/12/2002	EXTN.5544, TEL.312-861-3268, S.T.14:52, DUR.02:24	0.97
04/12/2002	EXTN.5544, TEL.201-843-4900, S.T.15:29, DUR.01:30	0.65
04/15/2002	EXTN.5003, TEL.302-651-3000, S.T.12:50, DUR.00:30	0.32
04/15/2002	EXTN.5004, TEL.302-651-3160, S.T.09:58, DUR.04:12	1.62
04/15/2002	EXTN.5488, TEL.845-629-4900, S.T.16:28, DUR.01:18	0.56
04/15/2002	EXTN.5492, TEL.954-583-0773, S.T.10:19, DUR.24:42	8.10
04/16/2002	EXTN.5544, TEL.312-861-2124, S.T.12:37, DUR.01:48	0.65
04/17/2002	EXTN.5492, TEL.201-384-1279, S.T.13:17, DUR.01:48	0.65
04/17/2002	EXTN.5492, TEL.757-575-0584, S.T.18:44, DUR.00:30	0.32

04/17/2002	EXTN.5544, TEL.312-861-2124, S.T.10:49, DUR.08:00	2.59
04/18/2002	EXTN.3544, TEL.302-573-6491, S.T.10:18, DUR.02:12	0.97
04/18/2002	EXTN.5492, TEL.757-575-0584, S.T.11:22, DUR.00:06	0.32
04/18/2002	EXTN.5492, TEL.201-384-1279, S.T.12:44, DUR.00:06	0.32
04/18/2002	EXTN.5544, TEL.312-861-2124, S.T.10:11, DUR.03:30	1.30
04/18/2002	EXTN.5544, TEL.215-597-4411, S.T.10:17, DUR.00:48	0.32
04/18/2002	EXTN.6689, TEL.302-652-4100, S.T.16:49, DUR.04:06	1.62
04/19/2002	EXTN.3544, TEL.312-861-2412, S.T.17:31, DUR.01:00	0.32
04/19/2002	EXTN.5544, TEL.312-861-2412, S.T.11:04, DUR.00:48	0.32
04/19/2002	EXTN.6689, TEL.302-652-4100, S.T.12:21, DUR.02:24	0.97
04/19/2002	EXTN.6689, TEL.302-252-2900, S.T.12:24, DUR.02:36	0.97
04/19/2002	EXTN.6689, TEL.302-252-2928, S.T.12:27, DUR.00:48	0.32
04/19/2002	EXTN.6689, TEL.412-644-2700, S.T.12:33, DUR.03:18	1.30
04/23/2002	EXTN.3492, TEL.954-818-9700, S.T.12:34, DUR.14:12	4.86
04/23/2002	EXTN.5492, TEL.201-556-4021, S.T.16:26, DUR.02:48	0.97
04/23/2002	EXTN.6689, TEL.302-573-5018, S.T.09:39, DUR.01:00	0.32
04/24/2002	EXTN.5544, TEL.201-556-4040, S.T.11:01, DUR.00:36	0.32
04/24/2002	EXTN.5544, TEL.312-861-2124, S.T.11:19, DUR.32:48	10.69
04/24/2002	EXTN.5544, TEL.973-424-2000, S.T.16:54, DUR.02:00	0.65
04/24/2002	EXTN.5544, TEL.201-981-1125, S.T.17:26, DUR.00:24	0.32
04/24/2002	EXTN.6015, TEL.202-371-9770, S.T.10:07, DUR.08:06	2.92
04/24/2002	EXTN.6015, TEL.202-454-6617, S.T.12:05, DUR.00:24	0.32
04/24/2002	EXTN.6015, TEL.202-454-6617, S.T.14:33, DUR.00:18	0.32
04/25/2002	EXTN.3430, TEL.312-861-2000, S.T.14:09, DUR.01:06	0.65
04/25/2002	EXTN.5492, TEL.201-843-4900, S.T.16:02, DUR.02:36	0.97
04/26/2002	EXTN.5004, TEL.312-861-2248, S.T.17:27, DUR.05:36	1.94
04/26/2002	EXTN.5492, TEL.201-556-4021, S.T.11:41, DUR.13:12	4.54
04/26/2002	EXTN.5492, TEL.757-575-0584, S.T.12:48, DUR.21:48	7.13

04/29/2002	EXTN.5492, TEL.201-384-1279, S.T.12:17, DUR.00:06	0.32
04/29/2002	EXTN.5492, TEL.201-384-1279, S.T.15:58, DUR.00:54	0.32
04/30/2002	Cr card calls 2/02-3/02	1.84
04/30/2002	EXTN.5492, TEL.954-818-9700, S.T.13:10, DUR.04:00	1.30
04/30/2002	EXTN.5544, TEL.973-424-2000, S.T.18:34, DUR.01:00	0.32
04/30/2002	EXTN.5760, TEL.973-424-2000, S.T.10:32, DUR.01:48	0.65
04/30/2002	EXTN.5760, TEL.973-645-2580, S.T.10:34, DUR.01:24	0.65
04/30/2002	EXTN.6015, TEL.312-861-2000, S.T.16:33, DUR.12:36	4.21

**Long Distance Telephone Total****124.31****Duplicating Costs-in House**

04/01/2002	1.60
04/01/2002	0.20
04/01/2002	0.20
04/02/2002	1.10
04/02/2002	2.20
04/02/2002	0.40
04/03/2002	3.50
04/08/2002	1.20
04/11/2002	0.30
04/11/2002	0.30
04/11/2002	0.10
04/11/2002	0.70
04/11/2002	0.50
04/11/2002	0.80
04/12/2002	3.00
04/15/2002	7.60
04/15/2002	5.80
04/16/2002	0.60
04/16/2002	1.80

04/16/2002	14.50
04/17/2002	1.20
04/17/2002	0.60
04/17/2002	0.30
04/17/2002	2.00
04/17/2002	5.60
04/18/2002	1.50
04/18/2002	0.60
04/18/2002	1.70
04/18/2002	0.50
04/19/2002	21.10
04/19/2002	0.60
04/19/2002	4.80
04/19/2002	1.50
04/19/2002	1.50
04/22/2002	3.70
04/23/2002	0.40
04/23/2002	0.10
04/24/2002	3.20
04/24/2002	8.90
04/24/2002	22.00
04/25/2002	38.70
04/25/2002	25.70
04/25/2002	13.70
04/25/2002	19.20
04/25/2002	66.40
04/25/2002	46.90
04/25/2002	0.30



04/25/2002	0.10
04/26/2002	0.40
04/26/2002	18.90
04/26/2002	1.20
04/26/2002	20.60
04/29/2002	1.20
04/29/2002	0.10
04/29/2002	5.20
04/30/2002	0.10
04/30/2002	7.00
04/30/2002	75.10
<b>Duplicating Costs-in House Total</b>	<b>469.00</b>
<b>Postage</b>	
04/23/2002 Postage Charged by on 04/16/2002	10.44
<b>Postage Total</b>	<b>10.44</b>
<b>In House Messenger Service</b>	
04/12/2002 Early Bird Messenger Vehicle Rush from to STROOCK & STROOCK & LAVAN, 767 3RD A	30.45
<b>In House Messenger Service Total</b>	<b>30.45</b>
<b>Lexis/Nexis</b>	
04/25/2002	80.18
<b>Lexis/Nexis Total</b>	<b>80.18</b>
<b>Facsimile Charges</b>	
04/11/2002 FAX # 455-2502	2.00
04/11/2002 FAX # 312-660-0623	4.00
04/17/2002 FAX # 622-3783	4.00
04/18/2002 FAX # 305-374-7593	4.00
04/18/2002 FAX # 622-3783	4.00
04/18/2002 FAX # 622-3783	6.00
<b>Facsimile Charges Total</b>	<b>24.00</b>

**Travel Expenses - Transportation**

04/11/2002	VENDOR: CHASE Business Credit Card; INVOICE#: 040102; DATE: 4/1/02 - Visa charge 1/29/02 L Kruger Penn Station to Wilmington	-194.00
04/11/2002	VENDOR: CHASE Business Credit Card; INVOICE#: 040102; DATE: 4/1/02 - Visa charge 11/19/01 L Kruger	-67.00
04/16/2002	AMEX KRIEGER/ARLENE NYP WIL NYP on 03/13/2002	194.00
04/16/2002	AMEX SASSON/MOSHE NYP WIL NYP on 03/14/2002	194.00

**Travel Expenses - Transportation Total****127.00****Westlaw**

04/03/2002	; Duration 0:00:00; By KRIEGER ARLENE G	284.00
04/15/2002	; Duration 0:00:00; By COTTO LISA	10.00
04/25/2002	; Duration 0:13:53; By JONES MARGARET	108.30
04/26/2002	; Duration 0:00:00; By KRIEGER ARLENE G	100.00

**Westlaw Total****502.30****Bill Disbursement Summary**

Outside Messenger Service	\$ 357.12	
Overtime	-4.91	
Local Transportation	96.60	
Long Distance Telephone	124.31	
Duplicating Costs-in House	469.00	
Postage	10.44	
In House Messenger Service	30.45	
Lexis/Nexis	80.18	
Facsimile Charges	24.00	
Travel Expenses - Transportation	127.00	
Westlaw	502.30	\$1,816.49
Chambers Associates Incorporated		\$9,772.37

**Total Disbursements****\$11,588.86**

WLM\161343.1

SSL-DOCS1 1226226v2

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

In re: Chapter 11  
W.R. Grace & Co., et al. Case No. 01-01139 (JKF)  
Debtors. Jointly Administered

**FOURTEENTH MONTHLY FEE APPLICATION OF STROOCK & STROOCK  
& LAVAN LLP FOR COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF EXPENSES AS COUNSEL TO THE OFFICIAL  
COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD  
FROM MAY 1, 2002 THROUGH MAY 31, 2002**

Name of Applicant	Stroock & Stroock & Lavan LLP
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	April 12, 2001
Period for which compensation and reimbursement is sought	May 1, 2002 – May 31, 2002
Amount of Compensation sought as actual, reasonable and necessary:	\$74,910.75 (80% - \$59,928.60)
Amount of Expense Reimbursement sought as actual, reasonable and necessary:	\$2,914.43 (Stroock) \$43,190.69 (Chambers)
This is an: <input checked="" type="checkbox"/> interim <input type="checkbox"/> final application	

The total time expended for the preparation of the 4th Quarterly Fee Application, the Twelfth Monthly Fee Statement and the Thirteenth Monthly Fee Statement is approximately 48.4 hours and the corresponding compensation requested is approximately \$12,311.50.

## Attachment A

## Monthly Fee Applications

		Requested		Approved for Payment	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
May 30, 2001	4/12/01-4/30/01	\$138,926.00	\$1,975.13	\$111,140.80	\$1,975.13
July 2, 2001	5/1/01 – 5/31/01	\$139,928.75	\$6,884.73	\$111,943.00	\$6,884.73
July 30, 2001	6/1/01 – 6/30/01	\$91,019.00	\$10,458.14	\$72,815.20	\$10,458.14
August 31, 2001	7/1/01-7/31/01	\$92,308.00	\$5,144.37	\$73,846.40	\$5,144.37
October 2, 2001	8/1/01 8/31/01	\$53,873.50	\$3,069.88	\$43,098.80	\$3,069.88
October 31, 2001	9/1/01 – 9/30/01	\$58,742.00	\$6,801.32	\$46,993.60	\$6,801.32
November 26, 2001	10/1/01 – 10/31/01	\$101,069.00	\$3,562.09	\$80,855.20	\$3,562.09
January 8, 2002	11/1/01 – 11/30/01	\$136,368.50	\$8,847.34	\$109,094.80	\$8,847.34
February 1, 2002	12/01/01 – 12/31/01	\$92,064.50	\$9,471.47	\$73,651.60	\$9,471.47
March 14, 2002	01/01/02 – 01/31/02	\$100,231.50	\$14,675.58	\$80,185.20	\$14,675.58
April 22, 2002	02/01/02 – 02/28/02	\$88,974.50	\$16,863.97	\$71,179.60	\$16,863.97
May 8, 2002	03/01/02 – 03/31/02	\$77,964.25	\$1,190.44	\$62,371.40	\$1,190.44
June 3, 2002	04/01/02 – 04/30/02	\$97,251.50	\$11,588.86	\$77,801.20	\$11,588.86

**W.R. GRACE  
ATTACHMENT B  
THROUGH MAY 31, 2002**

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>	<u>No. of Years</u>
				-
<b><u>PARTNERS</u></b>				-
Kruger, Lewis	12.4	695	8,618.00	36
Pasquale, Kenneth	9.7	495	4,801.50	2
Wintner, Mark	1.0	595	595.00	20
<b><u>ASSOCIATES</u></b>				-
Krieger, Arlene	69.5	475	33,012.50	18
Sasson, Moshe	46.9	395	18,525.50	8
<b><u>PARAPROFESSIONALS</u></b>				
Bowen, Mark	1.5	175	262.50	3
Cotto, Lisa	2.4	170	408.00	1
Defreitas, Vaughn	23.6	100	2,360.00	10
Frantz, Andrew	1.0	75	75.00	1
Indelicato, Lisa	3.9	170	663.00	3
Mariano, Christine	1.0	155	155.00	6
Mohamed, David	4.5	100	450.00	13
Peters, Angelina	0.5	70	35.00	N/A
Serrette, Rosemarie	31.3	170	5,321.00	14
<b>Subtotal</b>	<b>209.2</b>		<b>75,282.00</b>	
Less: 50% Non- Working Travel Time	<b>(0.8)</b>		<b>(371.25)</b>	
<b>Total</b>	<b>208.5</b>		<b>74,910.75</b>	

<u>Matter Code</u>		<u>Hours</u>	<u>Fees</u>
<b>COMPENSATION BY PROJECT CATEGORY</b>			
0002	Asbestos: Claims Analysis and Valuations	1.2	592.00
0003	Asbestos: Claims Litigation	7.5	3,282.50
0007	Asbestos: Other	4.5	2,047.50
0013	Business Operations	0.1	47.50
0014	Case Administration	32.7	4,290.00
0015	Claims Analysis/Objections/Administration (Non-Asbestos)	0.3	142.50
0017	Committee Matters and Creditor Meetings	19.9	9,858.50
0018	Fee Applications of Self	33.5	8,436.50
0019	Creditor Inquiries	0.3	142.50
0020	Fee Applications of Others	10.9	1,776.00
0021	Employee Matters	13.0	6,295.00
0022	Environmental Matters/Regulations/Litigation	0.2	95.00
0032	Litigation (Non-Bankruptcy/General)	0.6	285.00
0034	Litigation/Fraudulent Conveyance	60.1	24,347.50
0035	Non-Working Travel Time	1.5	742.50
0037	Preparation for and Attendance at Hearings	19.7	11,381.50
0040	Retention of Professionals	3.0	1,425.00
0041	Stay Litigation (Section 362)	0.2	95.00
	<b>Subtotal</b>	<b>209.2</b>	<b>75,282.00</b>
	<b>Less: Adjustment for Non-Working Travel Time</b>	<b>-0.8</b>	<b>-371.25</b>
	<b>Total</b>	<b>208.5</b>	<b>74,910.75</b>

STROOCK & STROOCK & LAVAN LLP  
 180 Maiden Lane  
 New York, NY 10038

June 30, 2002  
 Invoice: 265911

W R Grace & Co  
 7500 Grace Drive  
 Columbia, MD 21044-4098

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**FOR PROFESSIONAL SERVICES RENDERED** in the captioned matter for  
 the period through May 31, 2002, including:

**RE: Asbestos: Claims Analysis and Valuations**  
**699843. 0002**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/13/2002	Memos to and from D. Carickhoff re ZAI proofs of claim (.1).	Krieger, A.	0.1
05/30/2002	Attention to ZAI claims issues (1.1)	Pasquale, K.	1.1

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	0.1	\$ 475	\$ 47.50
Pasquale, Kenneth	1.1	495	544.50

Total For Professional Services Rendered \$ 592.00

**Total for this Matter** \$ 592.00

RE: **Asbestos: Claims Litigation**  
**699843. 0003**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/07/2002	Review Asbestos Committee Motion to Appeal, Motion for Reconsideration/	Sasson, M.	0.5
05/09/2002	Motion for leave to apply the Bar Date order as it relates to PD claims (.2); memos to and from Jan Baer re status of ZAI litigation (.2).	Krieger, A.	0.4
05/13/2002	Review recent Bridgestone/Firestone decision re class action applicability (.6).	Krieger, A.	0.6
05/13/2002	B. Chipman e-mail re: documents, search for requested documents, fax to same (3.0).	Sasson, M.	3.0
05/15/2002	Review case law cited to in ZAI claimants' motion to strike and related other case law (1.3).	Krieger, A.	1.3
05/16/2002	Attended to memo to LK re ZAI motion to strike (1.5).	Krieger, A.	1.5
05/29/2002	Review Debtors' response objecting to the PD Committee's motion for leave to appeal the bar date order.	Krieger, A.	0.2

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	4.0	\$ 475	\$ 1,900.00
Sasson, Moshe	3.5	395	1,382.50

Total For Professional Services Rendered \$ 3,282.50

**Total for this Matter** \$ 3,282.50



RE: **Asbestos: Other**  
**699843. 0007**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/14/2002	Meeting with LK, KP, MS re pending bankruptcy and litigation matters and follow-up o/c MS re response (1.5).	Krieger, A.	1.5
05/14/2002	Office conference L. Kruger, A. Krieger, M. Sasson re status and strategy re pending matters (1.5).	Pasquale, K.	1.5
05/14/2002	O/c K. Pasquale, A. Krieger, L. Kruger re: status, ZAI claims, fraudulent transfer action, retention of course (1.5).	Sasson, M.	1.5

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	1.5	\$ 475	\$ 712.50
Pasquale, Kenneth	1.5	495	742.50
Sasson, Moshe	1.5	395	592.50

Total For Professional Services Rendered \$ 2,047.50

**Total for this Matter** \$ 2,047.50

RE: **Business Operations**  
**699843. 0013**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/01/2002	Memo to LK re discussion with FTI re valuation analysis.	Krieger, A.	0.1

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	0.1	\$ 475	\$ 47.50

Total For Professional Services Rendered	\$ 47.50
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Total for this Matter	\$ 47.50
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RE: Case Administration  
699843. 0014

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/01/2002	Prepare fee applications for sending via Email and send same via Email to Smith.	Cotto, L.	2.0
05/01/2002	Memo to KP, MS re case management conference before Judge Wolin (.1); memo from and to MS re ZAI proofs of claim (.1); memo from and to LK re J. Wolin conference (.1); telephone conference B. Katchen re National Union matters (.1).	Krieger, A.	0.4
05/02/2002	Download electronically filed and distributed various docs' (2.8) for working group	Defreitas, V.	2.8
05/03/2002	Download & distribute recently filed asbestos bankruptcy case pleadings (2.0)	Defreitas, V.	2.0
05/03/2002	Conference call with L. Hamilton and S. Hollinghead re procedures for filing and service of fee applications (.3); review amended fee order (.1); further conference with L. Hamilton re monthly fee application for March (.2).	Serrette, R.	0.6
05/08/2002	Review updated docket and office conference V. DeFreitas re new pleadings to be circulated and updated docket (.4); office conference LK re upcoming hearings and conferences with Judge Wolin (.1).	Krieger, A.	0.4
05/09/2002	Download & Distribute recently filed asbestos bankruptcy pleadings (2.3) Review various pleadings for assignment to central files (2.7)	Defreitas, V.	5.0
05/13/2002	Office conference MS and then LK re meeting to address pending matters (.1); review updated docket (.1).	Krieger, A.	0.2
05/14/2002	Telephone conferences with Jessica from Duane Morris re: copy of a complaint; telephone conference with V. DeFreitas and A. Krieger re: same; obtain copy of document from A. Krieger, photocopy and fax same to Jessica.	Cotto, L.	0.4
05/14/2002	O/c LK re SSL personnel at hearings (.1); memo to and from V.DeFreitas re docket items (.1).	Krieger, A.	0.2
05/15/2002	Review various pleadings for preparation for addition to filesurf database (2.5) Download & Distribute electronically filed doc's (1.1)	Defreitas, V.	3.6

05/15/2002	O/c LK re multiple attorneys at hearings and memo thereon (.3); o/c VD re pleadings for 5/20/02 (3.).	Krieger, A.	0.5
05/16/2002	Review adversary case WR Grace v. Chakarian, et al., docket no. 01-0771, download and print new pleadings for A. Krieger.	Mohamed, D.	0.9
05/17/2002	Office conference D. Mohamed re recent pleadings on the docket.	Krieger, A.	0.3
05/17/2002	Review associated adversary proceedings case docket nos. 01-771, 01-7666, 01-7993, 01-8810, 01-8839, 01-8883, 02-1657, 02-2013, 02-2210, 02-2211 (1.4), download all recently filed pleadings and made copies for A. Krieger (2.2).	Mohamed, D.	3.6
05/20/2002	Download & Distribute electronically filed doc's and for assignment into the central file system (2.5) Preparation of pleadings for addition to filesurf database. (2.0).	Defreitas, V.	4.5
05/23/2002	Download recently filed case pleadings (2.0) prepare subfolders and file pleadings (.5)	Defreitas, V.	2.5
05/28/2002	Download & distribute various pleadings and prepare for central files	Defreitas, V.	1.3
05/29/2002	Review updated case docket (0.1); review Judge Wolen article (0.1).	Krieger, A.	0.2
05/29/2002	Updated the fee summaries for W. R. Grace (.50)	Peters, A.	0.5
05/31/2002	Download and distribute various documents file electronically with the court	Defreitas, V.	0.8

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Cotto, Lisa	2.4	\$ 170	\$ 408.00
Defreitas, Vaughn	22.5	100	2,250.00
Krieger, Arlene	2.2	475	1,045.00
Mohamed, David	4.5	100	450.00
Peters, Angelina	0.5	70	35.00
Serrette, Rosemarie	0.6	170	102.00
Total For Professional Services Rendered			\$ 4,290.00
<b>Total for this Matter</b>			<b>\$ 4,290.00</b>

RE: **Claims Analysis/Objections/Administration (Non-Asbestos)**  
**699843. 0015**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/08/2002	Telephone call C. Lane re Caterpillar stipulation (.1).	Krieger, A.	0.1
05/23/2002	Memo to J. Baer re contract person at SSL for unsecured creditor bar date inquiries (.1); office conference RS re same (.1).	Krieger, A.	0.2

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	0.3	\$ 475	\$ 142.50
Total For Professional Services Rendered			\$ 142.50
<b>Total for this Matter</b>			<b>\$ 142.50</b>

RE: **Committee Matters and Creditor Meetings**  
**699843. 0017**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/02/2002	Office conference with A. Krieger regarding new committee member prospect (.2).	Kruger, L.	0.2
05/03/2002	Telephone call M. Friedman re trading order (.4); office conference LK re above (.1); review Debtors' motions to retain BMC as claims and solicitation agent, and to assume and assign several leases and began to prepare memorandum to the Committee discussing same (2.6).	Krieger, A.	3.1
05/04/2002	Continue to prepare memorandum to the Committee re Debtors' motions to assume and assign leases, amended PWC retention motion, BMC claim solicitation motion (1.0).	Krieger, A.	1.0
05/05/2002	Revise memo to the Committee re pending motions (.4).	Krieger, A.	0.4
05/06/2002	Continue to prepare memorandum to the committee re pending matters (.6); memos from and to L. Hamilton, J. Akre re contact personnel for First Union (.2).	Krieger, A.	0.8
05/07/2002	Telephone conference Tom Maher re request for trading order and substance of conversation with bank debt holder (.3).	Krieger, A.	0.3
05/08/2002	Office conference LK re conversations relating to requested trading order and telephone call T. Maher in connection therewith, other Committee matters (.3).	Krieger, A.	0.3
05/08/2002	Telephone call with T. Maher regarding new committee members (.2) and regarding B. Friedman's response (.2).	Kruger, L.	0.4
05/09/2002	Telephone calls and memo from and to R. Douglas re Grace's execution of the confidentiality agreement (.3); telephone call C. Lane re same (.1).	Krieger, A.	0.4
05/13/2002	Prepare memorandum to the Committee re pending matters and review of recently filed pleadings including Asbestos Committees' motion to retain Milberg and office conference MS re same and issues (4.2).	Krieger, A.	4.2
05/14/2002	Review and revise memorandum of pending matters and litigation status (.8).	Krieger, A.	0.8

05/14/2002	Review of Milberg Weiss retention agreement (.2); office conference with A. Krieger, K. Pasquale and M. Sasson regarding considering Milberg Weiss retention, together with Caplin Drysdale & Bilzin's response thereto (.3); Zonolite issues (.2); agenda for court hearing (.2); telephone call with D. Bernick regarding Milberg Weiss' application, Zonolite and preparation for conference with Judge Wolin (.3).	Kruger, L.	1.2
05/15/2002	Memo to LK re bank debtholder contact (.1); continue to review memo to the Committee re litigation status and pending matters and reviewed ZAI's motion to strike and related other pleadings in connection therewith (2.1).	Krieger, A.	2.2
05/16/2002	Attended to final form of memo to the Committee re pending matters and status of litigation (1.2); memo to LK, KP re committee memo (.1); memo to T. Maher re memo to the committee and recommendations therein (.1).	Krieger, A.	1.4
05/23/2002	Drafted memo to committee re: court hearings (.5)	Pasquale, K.	0.5
05/29/2002	Prepare memorandum to the Committee discussing pending motions including Debtors' motion for authority to pay stay bonuses and Wesconn Co.'s motion for relief from the stay.	Krieger, A.	1.5
05/30/2002	Memorandum to the Committee re: pending matters (.2); telephone conferences R. Douglas re: bank debt holder comments to the confidentiality agreement(.1)	Krieger, A.	0.3
05/31/2002	Memos to and from R.Douglas re bank debtholder comments to confidentiality agreement and review bank debtholders proposed revised confidentiality agreement and then extended t/cs R. Douglas re comments thereon.	Krieger, A.	0.9

**Summary of Hours**

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	17.6	\$ 475	\$ 8,360.00
Kruger, Lewis	1.8	695	1,251.00
Pasquale, Kenneth	0.5	495	247.50
Total For Professional Services Rendered			\$ 9,858.50
		<b>Total for this Matter</b>	<b>\$ 9,858.50</b>

RE: Fee Applications of Self  
699843. 0018

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/02/2002	Prepare fee detail for filing and service of 12th monthly fee application including edits to fee detail and disbursement detail (3.0); call to D. Azrilen re Chambers invoice (.1); draft notice (.6); edits to cover sheet and schedules (.9); finalize same for LK review and approval (1.2).	Serrette, R.	5.8
05/07/2002	Prepare first draft 4th Quarterly fee application (1.2)	Indelicato, L.	1.2
05/08/2002	Continued to work on Quarterly fee application.	Indelicato, L.	1.3
05/08/2002	Review and revise March monthly statement including notice (.9); prepare for and service of monthly fee application (.5); prepare certificate of service of same (.3); prepare service list (.2).	Serrette, R.	1.9
05/09/2002	Review statement of balances due (.3); t/c Azrilen re same (.2); discussions w. Serrette re fee application, outstanding payments, treatment of Chamber's invoices (.3); revise fee application (.6).	Indelicato, L.	1.4
05/10/2002	Review, revise SSL Fourth Quarterly fee application.	Krieger, A.	1.0
05/12/2002	Review and revise of SSL Fourth Quarterly fee application.	Krieger, A.	1.2
05/13/2002	Complete revising of SSL Fourth Quarterly fee application.	Krieger, A.	1.4
05/14/2002	Review, review SSL 4th quarterly interim fee (1.5) application and o/cs L. Indelicato thereon; prepare additional insert to fee application (.4).	Krieger, A.	1.9
05/15/2002	Office conference RS re finalization of SSL fee application (.2).	Krieger, A.	0.2
05/15/2002	Review fee application (.2).	Kruger, L.	0.2
05/15/2002	Conference L. Indelicato and A. Krieger re Quarterly fee application and filing of same (.2); edits to fee application and Affidavit of L. Kruger (1.7); prepare same for filing and service (1.5); prepare quarterly for e-mail service to fee auditor (.8); review of April time entries (.9).	Serrette, R.	5.1



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05/16/2002	Conference with Shelly Hollinghead re procedures for filing of Quarterly fee application (.1).	Serrette, R.	0.1
05/24/2002	Review SSL time records for April 2002 monthly statement.	Krieger, A.	2.6
05/30/2002	Telephone call with R. Serrette regarding fee application.	Kruger, L.	0.2
05/30/2002	Prep of April monthly bill (3.0); confs with S. Hollinghead re filing and notice (.2).	Serrette, R.	3.2
05/31/2002	Prepare Stroock 13th fee application for filing and service (3.6); draft notice of same (.7); service (.5).	Serrette, R.	4.8

**Summary of Hours**

	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Total</u></b>
Indelicato Lisa	3.9	\$ 170	\$ 663.00
Krieger, Arlene	8.3	475	3,942.50
Kruger, Lewis	0.4	695	278.00
Serrette, Rosemarie	20.9	170	3,553.00

Total For Professional Services Rendered \$ 8,436.50

**Total for this Matter** \$ 8,436.50

RE: **Creditor Inquiries**  
**699843. 0019**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/29/2002	Telephone conference T. Yosseloff re: creditor inquiry with respect to U.S. Dept. of Justice's intervention motion (0.3).	Krieger, A.	0.3

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	0.3	\$ 475	\$ 142.50
Total For Professional Services Rendered			\$ 142.50

<b>Total for this Matter</b>	<b>\$ 142.50</b>
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RE: Fee Applications of Others  
699843. 0020

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/07/2002	Telephone conference with L. Hamilton re filed fee application(.1); review of same and save in PDF format for filing and service (.6).	Serrette, R.	0.7
05/08/2002	Prepare notice of FTI fee application (.5); prepare same for filing and service (.8); prepare Certificate of Service of same (.3).	Serrette, R.	1.6
05/08/2002	Review of monthly fee application filed by other professionals (.3).	Serrette, R.	0.3
05/09/2002	Review other professionals fee applications.	Defreitas, V.	0.5
05/15/2002	Prepare FTI Quarterly fee Application for filing and service (.2); service of same (.4); prepare FTI Quarterly Fee Application for e-mail service to Fee Auditor (.5); draft notice and certification of service for filing and service (.9).	Serrette, R.	3.0
05/16/2002	Conference with Shelly Hollinghead re procedures for filing of FTI Quarterly Fee Applications.	Serrette, R.	0.1
05/24/2002	Drafting CNO's for FTI's fee applications.	Serrette, R.	1.3
05/28/2002	Drafting of CNO for FTI (10th , 11th and 12th) (1.5); submit same for filing (.3); research into objection deadlines and responses to fees (.5).	Serrette, R.	2.3
05/29/2002	Update list of fee app/monthly bills.	Defreitas, V.	0.6
05/31/2002	Conf with M. Sasson re chambers bills (2.); further confs with representative of Chambers re payments and research re same. (.3).	Serrette, R.	0.5

**Summary of Hours**

	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Defreitas, Vaughn	1.1	\$ 100	\$ 110.00
Serrette, Rosemarie	9.8	170	1,666.00

Total For Professional Services Rendered \$ 1,776.00

**Total for this Matter** \$ 1,776.00

**RE: Employee Matters  
699843. 0021**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/01/2002	Telephone call Sean Cunningham re KERP, other employee program proposals (.4).	Krieger, A.	0.4
05/06/2002	Telephone call S. Cunningham re employee benefit data from the Company and analysis thereof (.3).	Krieger, A.	0.3
05/07/2002	Conference call MW, S. Cunningham and W. Gilligan re further analysis of Grace KERP, LTIP, related proposed amended programs (.7); subsequent telephone calls S. Cunningham re discussion with Pam Zilly and then with Tom Maher re same (.3); memos to and from W. Gilligan re discussion of FTI analysis (.2).	Krieger, A.	1.2
05/07/2002	Review revised Company proposal for amended LTIP, severance and retention plans and telephone conference with Arlene Krieger and Policano to review same.	Wintner, M.	1.0
05/08/2002	Review FTI employee benefit analysis and memo to W. Gilligan re same (1.0); extended telephone conferences with W. Gilligan re comments/questions to analysis and company data (1.0); telephone calls S. Cunningham re analysis and memorandum for the Committee (.3). office conference LK re same (.1).	Krieger, A.	2.4
05/09/2002	Review revised FTI analysis and prepare draft cover memorandum accompanying same (1.3); memo to MW, FTI re above (.2).	Krieger, A.	1.5
05/13/2002	Office conferences A. Keppler re change of control provisions in employee programs (.1); memoranda to and from FTI re same (.1).	Krieger, A.	0.2
05/14/2002	Review change of control provisions, Grace severance program (.6).	Krieger, A.	0.6
05/15/2002	Attended to change of control provisions in severance program and t/c S. Cunningham re same.	Krieger, A.	0.5
05/16/2002	Memo from and to W. Gilligan re FTI analysis on KERP, other proposed benefit plan changes (.4).	Krieger, A.	0.4
05/17/2002	Office conference W. Gilligan re Blackstone Group's response to inquiries on the change of control/severance provisions (.4).	Krieger, A.	0.4

05/21/2002	Telephone call S. Cunningham/Walt Gilligan re employee compensation programs, discussion with Pam Zilly re same and revisions to Committee memorandum (5.).	Krieger, A.	0.5
05/22/2002	Telephone call S. Cunningham re written response to Debtors' employee benefits proposals (.3).	Krieger, A.	0.3
05/23/2002	Telephone call S. Cunningham re Debtors' motion on bonus payment (.1).	Krieger, A.	0.1
05/28/2002	Review FTI memo to The Blackstone Group re Committee's response to proposed modifications to employee retention/severance programs and prepare proposed cover memo to accompany same (2.5); telephone calls W. Gilligan re FTI employee benefits memo to The Blackstone Group and proposed cover memo (.7).	Krieger, A.	3.2

**Summary of Hours**

	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Total</u></b>
Krieger, Arlene	12.0	\$ 475	\$ 5,700.00
Wintner, Mark	1.0	595	595.00

Total For Professional Services Rendered	\$ 6,295.00
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<b>Total for this Matter</b>	<b>\$ 6,295.00</b>
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RE: Environmental Matters/Regulations/Litigation  
699843. 0022

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/21/2002	Review article on EPA Liabilities forwarded by MB (.2).	Krieger, A.	0.2

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	0.2	\$ 475	\$ 95.00
Total For Professional Services Rendered			\$ 95.00

Total for this Matter	\$ 95.00
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RE: **Litigation (Non-Bankruptcy/General)**  
**699843. 0032**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/10/2002	Attended to Grace's opposition to RTR/Tobacco companies motion to dismiss and RTR/Tobacco Companies reply in opposition.	Krieger, A.	0.6

<u>Summary of Hours</u>	<u>Hours</u>	<u>Rate</u>	<u>Total</u>
Krieger, Arlene	0.6	\$ 475	\$ 285.00
Total For Professional Services Rendered			\$ 285.00

<b>Total for this Matter</b>	<b>\$ 285.00</b>
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RE: **Litigation/Fraudulent Conveyance**  
**699843. 0034**

<u>Date</u>	<u>Description</u>	<u>Name</u>	<u>Hours</u>
05/01/2002	Review new CD-ROM and letter from vendor (0.2); review and load coding data to Concordance database (0.4); review and load document images to IPRO imagebase (0.4).	Bowen, M.	1.0
05/01/2002	T/c counsel, revise letter to counsel, Wolin re: service and debtors' intervention (1.5); t/c equity counsel re: same (.3); t/c B. Chipman, A. Krieger re: status (.3); review production for additional documents requested (2.0).	Sasson, M.	4.1
05/02/2002	Telephone call with E. Wohlsworth regarding our letter regarding Milberg fees (.2).	Kruger, L.	0.2
05/02/2002	Review e-mails, revise mail and fax service list (.2); review production for additional documents (1.8).	Sasson, M.	2.0
05/03/2002	Review filings re intervention motion and National Union settlement.	Sasson, M.	0.7
05/08/2002	Telephone call with LK to Brad Friedman re compensation inquiry.	Krieger, A.	0.1
05/08/2002	Telephone call with B. Freedman of Milberg Weiss regarding his fee request and structure (.3); telephone call with E. Wohlsworth regarding same (.2).	Kruger, L.	0.5
05/09/2002	T/cs A. Krieger, G. Becker, M. Brody re: Milberg retention.	Sasson, M.	1.0
05/10/2002	O/cs M. Sasson re motion to retain Milberg & Weiss and compensation estimate for Caplin & Drysdale and Bilzin Sumberg (.5); began to review motion (1.0).	Krieger, A.	1.5
05/10/2002	Review filings, motion to retain expert counsel (.3); t/c A. Krieger, K. Pasquale re: same (.2)	Sasson, M.	0.5
05/13/2002	T/c M. Browdy re: motion to retain expert counsel, prior application for counsel witness disclosures (2.0); t/c A. Krieger, K. Pasquale re: same (.5).	Sasson, M.	2.5
05/14/2002	O/c LK re asbestos committees' motion to retain Milberg Weiss and issues in connection therewith (.1); review equity committee response in support of W.R. Grace's intervention in the fraudulent conveyance	Krieger, A.	0.4



	litigation (.3).		
05/14/2002	At the request of M. Sasson obtain copies of Complaints, Answers, with requests and place in binders.	Mariano, C.	1.0
05/14/2002	T/c S. McMillan re: motion to compel (.2); outline response to motion to retain counsel (3.0); t/c B. Chipman, S. Cunningham re: FTI (.2).	Sasson, M.	3.4
05/15/2002	Review witness disclosure, discovery order, joint application and draft opposition to joint application (4.5); t/c B. Chipman (.1); review Grace documents as per chambers requests (1.0).	Sasson, M.	5.6
05/16/2002	Continued drafting opposition to joint application, edit, revise amse (3.8); t/c K. Pasquale, A. Krieger re: same (.3); t/c S. McMillan re: Debtors Opposition, revise same (.5).	Sasson, M.	4.6
05/20/2002	Attended to Committee's opposition to joint motion to retain Milberg Weiss (4.4); and extended office conference MS re same (1.5).	Krieger, A.	5.9
05/20/2002	Attention to draft opposition to Milberg Weiss retention (.8)	Pasquale, K.	0.8
05/20/2002	O/c A. Krieger re: Opposition to Joint Application (1.5); revise same (5.0); review letters re: document production (.2).	Sasson, M.	6.7
05/21/2002	Review of objection to joint application at M. Sasson's request.	Frantz, A.	1.0
05/21/2002	Review revised draft of Committee's objection to joint application to retain Milberg Weiss and then office conference MS re comments (.8); office conference LK re objection (3.); office conference MS re final comments to Committee objection (.5).	Krieger, A.	1.6
05/21/2002	Review of objections to Milberg Weiss' fee proposal (.3); office conference with A. Krieger regarding objection to Milberg Weiss' fees (.2).	Kruger, L.	0.5
05/21/2002	Revise objection to joint application (1.5); t/c L. Kruger, o/c A. Krieger re: same (.5); t/c B. Katchem, J. Greenberg, R. Riley re: service, filing, delivery (1.3).	Sasson, M.	3.3
05/22/2002	Review Chambers report re: asbestos liability (3.5); t/c Wolin's chambers re: argument, time, e-mail re: same (.2).	Sasson, M.	3.7
05/23/2002	Review e-mails/correspondence re: asbestos issues.	Sasson, M.	0.3

05/28/2002	Review USA motion to intervene; t/c S. McMillan, A. Krieger, K. Pasquale re: same (2.0); review Stallard subpoena.	Sasson, M.	2.3
05/29/2002	Office conferences M. Sasson re: Dept. of Justice's intervention pleadings and Committee's position thereon (0.1); review intervention pleadings and memo to LK, KP re: same (1.).	Krieger, A.	1.1
05/29/2002	Reviewed USA's motion to intervene (.6)	Pasquale, K.	0.6
05/29/2002	T/c A. Krieger, K. Pasquale re: USA motion to intervene.	Sasson, M.	0.5
05/30/2002	Review memo to Committee; re Milberg Retention.	Sasson, M.	0.2
05/31/2002	Review and load document images to IPRO server and update imagebase.	Bowen, M.	0.5
05/31/2002	Attention to Chambers preliminary analysis of asbestos liabilities at issue in fraudulent transfer suit	Pasquale, K.	1.5
05/31/2002	O/c K. Pasquale re: Chambers report, status, motions to intervene.	Sasson, M.	0.5

**Summary of Hours**

	<b><u>Hours</u></b>	<b><u>Rate</u></b>	<b><u>Total</u></b>
Bowen, Mark	1.5	\$ 175	\$ 262.50
Frantz, Andrew	1.0	75	75.00
Krieger, Arlene	10.6	475	5,035.00
Kruger, Lewis	1.2	695	834.00
Mariano, Christine	1.0	155	155.00
Pasquale, Kenneth	2.9	495	1,435.50
Sasson, Moshe	41.9	395	16,550.50

Total For Professional Services Rendered      \$ 24,347.50

**Total for this Matter**      \$ 24,347.50